

A96000002359

KILPATRICK STOCKTON LLP

Attorneys at Law
Suite 2800
1100 Peachtree Street
Atlanta, Georgia 30309-4530
Telephone: 404.815.6500
Facsimile: 404.815.6555

April 1, 1997

E-mail: cpratley@kdstock.com
Direct Dial: 404.815.6156

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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RE: Heritage (Naples) PIP Limited Partnership - Document Number
A96000002359

Dear Sir or Madam:

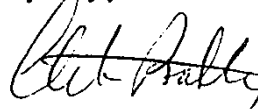
In connection with the above-referenced limited partnership, enclosed herewith are three (3) original executed counterparts of the Supplemental Affidavit of Capital Contributions and our check in the amount of \$52.50 to cover the recording fees.

After recording, please return an original counterpart to my attention, stamped to show the date of recording.

Please call if you have any questions.

With best wishes,

Very truly yours,



Christine E. Pratley
Legal Assistant

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -2 AM 11:58

CEP:
Encls.

cc: Candace L. Fowler, Esq.
J. William Vetch, Esq.

A96-2359

KWM

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, **CHARLES SCHWARTZ**, acting in his capacity as the President of Avanti Development Corporation, a Florida corporation, which is the principal managing venturer of Avanti Properties Group, J.V., which in turn is the sole general partner of **HERITAGE (NAPLES) PIP LIMITED PARTNERSHIP**, a Florida limited partnership (the "Partnership"), certifies as follows:

1. The amount of capital contributions to date of the limited partners of the Partnership is \$3,500,000.00.

2. The total amount of capital contributed to date and anticipated to be contributed by the limited partners of the Partnership at this time totals \$3,500,000.00.

This 24th day of March, 1997.

FURTHER AFFIANT SAYETH NOT.

[Remainder of page intentionally left blank]

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97 APR -2 AM 11:58

Under the penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

AVANTI PROPERTIES GROUP, J.V., a Florida joint venture

By: Avanti Development Corporation, a Florida corporation, principal managing venturer

By Charles Schwartz
Charles Schwartz, President

(CORPORATE SEAL)

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Charles Schwartz, President of Avanti Development corporation, a Florida corporation, which is the principal managing venturer of Avanti Properties Group, J.V., a Florida joint venture, which in turn is the sole general partner **HERITAGE (NAPLES) PIP LIMITED PARTNERSHIP**, a Florida limited partnership, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, who, upon oath, acknowledged that he, being authorized to do so, executed and acknowledged the foregoing instrument, for the purposes therein contained.

WITNESS my hand and official seal this 24th day of March, 1997.

Mary J. Batten
NOTARY PUBLIC

My Commission Expires: March 8, 2000

(NOTARIAL SEAL)

